

ISSUE 7 JUNE 2010

# The Compliance Connection

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### **Our Services Include:**

- Corporate Secretary Services
- SEDAR Filings
- EDGAR Filings
- SEDI Filings
- Compliance Consulting
- Shareholder Meetings
- Stock Exchange Applications
- Whistleblowing

# **CanaGlobe Compliance Solutions Inc.**

CanaGlobe Compliance Solutions Inc. is a consulting firm focused on all aspects of corporate compliance with an emphasis on electronic regulatory filings in both

Canada and the United States. Brenda Davis and Suzanne Ferguson have a strong understanding of the need for good corporate governance and coupled with years of experience in the field are poised to meet the unique needs of each client.

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# CSA Notices Related to Insider Reporting Requirements

1) Canadian Securities Administrators ("CSA") has posted Staff Notice 55-315 Frequently Asked Questions (FAQs) about National Instrument 55-104 Insider Reporting Requirements and Exemptions. This notice sets out a number of FAQs that were received and are related to the new insider reporting regime contained in NI 55-104 and includes a number of examples of arrangements and transactions together with examples of how to report these arrangements and transactions.

You can find the complete notice HERE.

2) The Canadian Securities Administrators (CSA) has issued Staff Notice 55-316, Questions and Answers on Insider Reporting and the System for Electronic Disclosure by Insiders (SEDI) which helps users to file information on the SEDI system. You can find the complete notice HERE.

3) The Canadian Securities Administrators (CSA) CSA Staff Notice 55-312, Insider Reporting Guidelines for Certain Derivative Transactions (Equity Monetization). The guidelines contain a number of examples of arrangements and transactions involving derivatives together with examples of how to report these arrangements and transactions on the SEDI system.

You can find the complete notice <u>HERE</u>.

# CSA Notice and Request for Comment Relating to the Rules That Govern Disclosure by Mining Companies

The Canadian Securities Administration ("CSA") has published for comment proposed amendments to National Instrument 43-101 Standards of Disclosure for Mineral Projects, Form 43-101F1 Technical Report, and Companion Policy 43-101CP. The CSA is seeking comment on the Amended Mining Rule and the Consequential Amendments generally in addition to the list of specific questions.

Comments must be submitted in writing by July 23, 2010.

You can read the proposed rule amendments <u>HERE</u>.



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# Filing Deadlines

# Venture Issuers - December 31 year end

Audited Statements	April 30, 2010
Q1	May 31, 2010
Q2	August 30,2010
Q3	November 29, 2010

# Non Venture Issuers - December 31 year end

Audited Statements	March 31, 2010
Q1	May 17, 2010
Q2	August 16, 2010
Q3	November 15, 2010

A complete table of filing deadlines for the various year ends is available HERE.

For information on the fees payable with the filing of the audited financial statements please see <u>our website</u>.

# <u>Securities Regulators Request for Comment Relating to Tailoring Venture</u> <u>Issuer Regulation</u>

Securities regulators in British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick and Nova Scotia have published for comment Multilateral Consultation Paper 51-403 Tailoring Venture Issuer Regulation which seeks input on whether there is an opportunity to build on the current venture market regulatory regime and further enhance investor protection while reducing regulatory costs for venture issuers. Some of the key features of the consultation paper include:

- eliminating the requirement for three- and nine-month interim financial statements and associated MD&A;
- introducing an annual report that provides streamlined and simplified disclosure of the venture issuer's business, management, governance and executive compensation, replacing the current requirements for separate annual financial statements, management's discussion and analysis (MD&A) and CEO/CFO certifications;
- enhancing investor protections through additional substantive corporate governance requirements, such as addressing related party transactions and insider trading; and
- eliminating business acquisition reports and enhancing material change reporting.

Comments must be submitted in writing by September 17, 2010.

You can read the news release  $\underline{HERE}$  and the CSA Multilateral Consultation Paper 51-403 Tailoring Venture Issuer Regulation  $\underline{HERE}$ .

<u>IFRS Implementation for Small and Mid-sized Companies</u> Chartered Accountants of Canada is offering free presentations outlining IFRS transition steps and a transition work plan designed specifically for small and mid-sized companies Learn more about the sessions offered and download the presentations <u>HERE</u>.

**TSX Venture Issuers Reminder -** For those issuers with 10% rolling stock option plans, don't forget to submit your annual application along with the appropriate fees to the Exchange once shareholder approval has been obtained.

<u>Reminder -</u> Review your Whistleblower Policy on an annual basis to determine whether the Policy is effective in providing a confidential and anonymous procedure to report violations or complaints regarding concerns.